

<b>SCC eFile</b>	<b>2013 ANNUAL REPORT</b> <b>COMMONWEALTH OF VIRGINIA</b> <b>STATE CORPORATION COMMISSION</b>	<b>213508417</b>				
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>1.) CORPORATION NAME:  <b>Highland Resources, Inc.</b></p> <p>2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS:  <b>CT CORPORATION SYSTEM</b>  <b>4701 COX RD STE 301</b>  <b>GLEN ALLEN, VA 23060-6802</b></p> <p>3.) CITY OR COUNTY OF VA REGISTERED OFFICE:  <b>HENRICO COUNTY</b></p> <p>4.) STATE OR COUNTRY OF INCORPORATION:  <b>DE</b></p> </div> <div style="width: 35%;"> <p>DUE DATE: <b>3/31/2013</b></p> <p>SCC ID NO: <b>F1818089</b></p> <p>5.) STOCK INFORMATION</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">CLASS</td> <td style="width: 50%;">AUTHORIZED</td> </tr> <tr> <td>COMMON</td> <td>1,000</td> </tr> </table> </div> </div>			CLASS	AUTHORIZED	COMMON	1,000
CLASS	AUTHORIZED					
COMMON	1,000					
<p>6.) PRINCIPAL OFFICE ADDRESS:</p> <p style="text-align: center;">ADDRESS: 999 THIRD AVENUE, SUITE 4300</p> <p style="text-align: center;">CITY/ST/ZIP: SEATTLE, WA 98104</p>						
<p>7.) DIRECTORS AND PRINCIPAL OFFICERS:      All directors and principal officers must be listed. An individual may be designated as both a director and an officer.</p>						
<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 55%; vertical-align: top;"> NAME: RICK R HOLLEY  TITLE: CEO  ADDRESS: 999 THIRD AVE STE 4300  CITY/ST/ZIP/CO: SEATTLE, WA 98104 </td> <td style="width: 10%; text-align: center; vertical-align: top;"> <input checked="" type="checkbox"/> OFFICER </td> <td style="width: 35%; text-align: center; vertical-align: top;"> <input checked="" type="checkbox"/> DIRECTOR </td> </tr> </table>			NAME: RICK R HOLLEY TITLE: CEO ADDRESS: 999 THIRD AVE STE 4300 CITY/ST/ZIP/CO: SEATTLE, WA 98104	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR	
NAME: RICK R HOLLEY TITLE: CEO ADDRESS: 999 THIRD AVE STE 4300 CITY/ST/ZIP/CO: SEATTLE, WA 98104	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR				
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<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 55%; vertical-align: top;"> NAME: DAVID A. BROWN  TITLE: VICE PRESIDENT  ADDRESS: 999 THIRD AVE STE 4300  CITY/ST/ZIP/CO: SEATTLE, WA 98104 </td> <td style="width: 10%; text-align: center; vertical-align: top;"> <input checked="" type="checkbox"/> OFFICER </td> <td style="width: 35%; text-align: center; vertical-align: top;"> <input type="checkbox"/> DIRECTOR </td> </tr> </table>			NAME: DAVID A. BROWN TITLE: VICE PRESIDENT ADDRESS: 999 THIRD AVE STE 4300 CITY/ST/ZIP/CO: SEATTLE, WA 98104	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR	
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NAME: BARBARA L. CROWE TITLE: VICE PRESIDENT ADDRESS: 999 THIRD AVE STE 4300 CITY/ST/ZIP/CO: SEATTLE, WA 98104	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR				
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NAME: PAUL J. DAVIS TITLE: VICE PRESIDENT ADDRESS: 999 THIRD AVE STE 4300 CITY/ST/ZIP/CO: SEATTLE, WA 98104	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR				

NAME:	JOAN K. FITZMAURICE	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	RUSSELL S. HAGEN	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	JOHN B. HOBBS	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	ROBERT J. JIRSA	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	JAMES A KILBERG	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	THOMAS M LINDQUIST	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	PRES/COO		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	PETER C. MADDEN	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	LARRY D. NEILSON	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	ROBERT J. OLSZEWSKI	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	THOMAS G. RAY	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	THOMAS M. REED	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		

NAME:	PAUL A. STAMNES	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	ERWIN D. BARGER, JR.	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	ASST SECRETARY		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	ELIZABETH U. FEE	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	ASST SECRETARY		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	LORIS A. JAKIELSKI	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	ASST SECRETARY		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	JOSE J. QUINTANA	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	ASST SECRETARY		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	ZANNE A. RHYDER	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	ASST SECRETARY		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	KATHLEEN S. SIMS	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	ASST SECRETARY		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	DAVID J. SPRINKLE	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	ASST SECRETARY		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	SHERI L. WARD	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	ASST SECRETARY		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	LAURA B. SMITH	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	TREASURER		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		
NAME:	DAN E. MANNING	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	CONTROLLER		
ADDRESS:	999 THIRD AVE STE 4300		
CITY/ST/ZIP/CO:	SEATTLE, WA 98104		

NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	MARK A. MILLER VICE PRESIDENT 999 THIRD AVE STE 4300 SEATTLE, WA 98104	<input checked="checked" type="checkbox"/>	OFFICER	<input type="checkbox"/>	DIRECTOR
I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.					
/s/ ZANNE A. RHYDER _____ SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT		ZANNE A. RHYDER, ASST SECRETARY _____ PRINTED NAME AND CORPORATE TITLE		2/19/2013 _____ DATE	
It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.					